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FA80000003105
May 26, 1998

Florida Secretary of State
Division of Corporations
Qualification and Registration Section
P.O. Box 6327
Tallahassee FL 32314

300002542163--4
-06/01/98--01055--001
*****70.00 *****70.00

RE: Resource Internationale Inc.

Dear Sir/Madam:

Enclosed for filing are the following documents submitted on behalf of the above corporation:

1. Original and one photocopy of Application by Foreign Corporation for Authorization to Transact Business in Florida.
2. Certificate of status issued by the Wisconsin Department of Financial Institutions.
3. Our check in the amount of \$70 in payment of your filing fees.

Please acknowledge receipt and filing of the Application by stamping and returning the photocopy thereof in the postpaid envelope provided.

Very truly yours,

Susan T. Barker

Susan T. Barker
Legal Assistant

STB:blk
Enclosure
790503.30109

cc: Mr. and Mrs. Jean W. Gervais (w/encl)
Joseph E. Puchner, Esq. (w/encl)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -1 AM 9:36

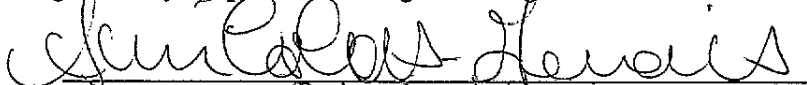
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:*

1. Resource Internationale Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Wisconsin
(State or country under the law of which it is incorporated)
3. N/A
(FEI number, if applicable)
4. 3/29/95
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 1550 Madruga Avenue, Suite 312
Coral Gables FL 33146
(Current mailing address)
8. Broker for import/export opportunities
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**
Name: Sheri Colas-Gervais
Office Address: 1550 Madruga Avenue, Suite 312
Coral Gables, Florida, 33146
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

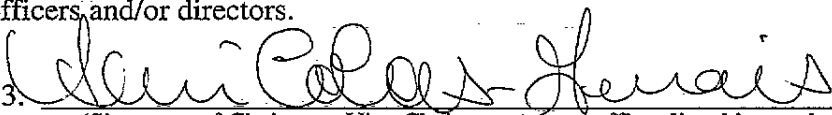
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Sheri Colas-Gervais, Vice President
(Typed or printed name and capacity of person signing application)

RESOURCE INTERNATIONALE INC.

LIST OF OFFICERS AND DIRECTORS

<u>Name</u>	<u>Title</u>	<u>Address</u>
Jean W. Gervais	Chairperson, President and	1550 Madruga Avenue, Suite 312 Coral Gables, FL 33146
Sheri Colas-Gervais	Vice President, Secretary/Treasurer and Director	1550 Madruga Avenue, Suite 312 Coral Gables, FL 33146

United States of America

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Present Shall Come, Greeting:

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that

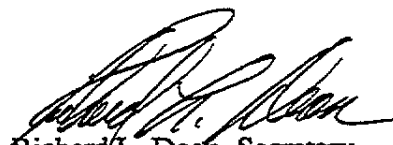
RESOURCE INTERNATIONALE INC.

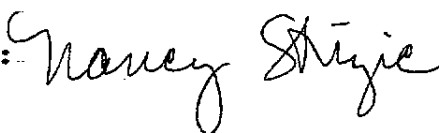
is a domestic corporation organized under the laws of this state and that its date of incorporation is MARCH 29, 1995.

I further certify that said corporation has, during its recently completed report year, filed with this department an annual report required by sec. 180.1622, 180.1921, or 181.651 of the Wisconsin Statutes, and that it has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on MAY 26, 1998.




Richard L. Dean, Secretary
Department of Financial Institutions

BY: 

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

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